

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

VENTANA MEDICAL SYSTEMS, INC.,

Plaintiff,

v.

VISION BIOSYSTEMS, INC.,

Defendant.

CIVIL ACTION NO. 05-CV-10614-GAO

FILED FEE PAID: 6534
RECEIPT # 50.00
AMOUNT \$ 50.00
BY DPT CLK 6/30/05
DATE 6/30/05

MOTION FOR ADMISSION *PRO HAC VICE* OF NICOLE W. STAFFORD

Pursuant to Local Rule 83.5.3, the undersigned counsel hereby moves that Nicole W. Stafford of Wilson Sonsini Goodrich & Rosati, P.C., 8911 Capital of Texas Hwy. North, Westech 360, Suite 3350, Austin, Texas 78759-8497, be admitted to appear on behalf of plaintiff Ventana Medical Systems, Inc., and to practice before this Court in the above-entitled action. As grounds for this motion, the undersigned counsel respectfully represents the following:

1. Ms. Stafford is and has been a member in good standing of the bar of the State of Texas since 1997;

2. Ms. Stafford is and has been a member in good standing of the bars of the following United States District Courts and Circuit Courts of Appeals since the following dates:

Eastern District of Texas 2004

Western District of Texas 1998

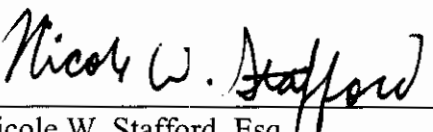
U.S. Court of Appeals, Federal Cir. 2000

3. There are no disciplinary proceedings pending against Ms. Stafford as a member of the bar in any jurisdiction;

CERTIFICATE OF GOOD STANDING

Pursuant to Rule 83.5.3 of the Local Rules of the United States District Court for the District of Massachusetts, I, Nicole W. Stafford, Esq., hereby certify that: (1) I am admitted to the bars of the Courts described in the foregoing motion; (2) I am a member of the bar in good standing in every jurisdiction where I have been admitted to practice; (3) no disciplinary proceedings are pending against me as a member of any bar in any jurisdiction; and (4) I am familiar with the Local Rules of the United States District Court for the District of Massachusetts.

Respectfully submitted,



Nicole W. Stafford, Esq.

Dated: June 21, 2005

4. Ms. Stafford has represented to the undersigned counsel that she is familiar with the Local Rules of the United States District Court for the District of Massachusetts; and

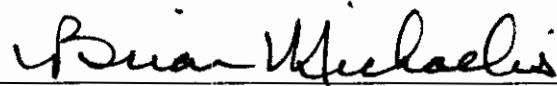
5. In further support of this motion, Ms. Stafford has submitted herewith her Certificate of Good Standing as required by Local Rule 83.5.3.

WHEREFORE, the undersigned counsel respectfully moves Ms. Stafford's admission to practice before this Court *pro hac vice*.

Dated: June 29, 2005

VENTANA MEDICAL SYSTEMS, INC.

By its attorneys,

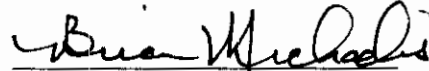


Brian L. Michaelis (BBO #555159)
BROWN RUDNICK BERLACK ISRAELS, LLP
One Financial Center
Boston, Massachusetts 02111
(617) 856-8200

Jeffrey N. Danis (BBO #113880)
VENTANA MEDICAL SYSTEMS, INC.
1910 Innovation Park Drive
Tucson, Arizona 85737
(520) 229-3965

LOCAL RULE 7.1(A)(2) CERTIFICATION

Counsel hereby certifies, in accordance with Local Rule 7.1(A)(2) that prior to filing this paper the parties have conferred and attempted in good faith to resolve or narrow the issues presented herein.


Brian L. Michaelis

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Motion for Admission *Pro Hac Vice* of Roger J. Chin, Nicole W. Stafford and Ron E. Shulman was served, via hand delivery and first-class mail on counsel for Vision Biosystems, Inc. in this matter on this 29th day of June, 2005.

(Via First-Class Mail)
Elizabeth A. Leff, Esquire
Rothwell, Figg, Ernst & Manbeck
1425 K Street, NW, Suite 800
Washington, D.C. 20005

(Via Hand Delivery)
Christine M. Roach, Esquire
Roach & Carpenter, PC
24 School Street
Boston, MA 02108


Brian L. Michaelis